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COMMONWEALTH OF VIRGINIA

STATE CORPORATION COMMISSION

AT RICHMOND, January 14, 2000

PETITION OF

AQUASOURCE UTILITY, INC.,

LAND'OR UTILITY COMPANY, INC.,

and

CASE NO. PUA990030

CLAY P. HERRON

For approval for AquaSource to acquire
control of Land'Or Utility Company, Inc.,
and approval of affiliate transactions

DISMISSAL ORDER

Commission Order dated August 9, 1999, granted AquaSource Utility, Inc. ("AquaSource"), approval to acquire control of Land'Or Utility Company, Inc., at a price of \$1,189,811.00, as adjusted pursuant to a Stock Purchase Agreement. In the same Order, AquaSource was also granted approval to provide services to Land'Or Utility Company, Inc.

The Order required Land'Or Utility Company, Inc., to file a Report of Action with the Commission on or before September 30, 1999. By letter dated August 18, 1999, AquaSource filed a Motion For Extension Of Time to file its Report of Action.

AquaSource's request was approved by Order Granting Motion For Extension Of Time dated August 24, 1999.

On October 29, 1999, the Company filed its Report of Action pursuant to the Commission's August 9, 1999, Order. According to information provided by the Company, the transaction was completed on October 21, 1999, at a purchase of \$1,184,811.00.

Based on information contained in the Report of Action, it appears that the Company's actions were in accordance with the authority granted. On consideration whereby,

IT IS ORDERED THAT there appearing nothing further to be done in this matter, it hereby is dismissed.